

**706**(Rev. August 2013)  
Department of the Treasury  
Internal Revenue Service

## United States Estate (and Generation-Skipping Transfer) Tax Return

► Estate of a citizen or resident of the United States (see instructions). To be filed for decedents dying after December 31, 2012.

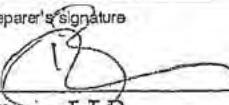
► Information about Form 706 and its separate instructions is at [www.irs.gov/form706](http://www.irs.gov/form706).

## Part 1 - Decedent and Executor

## Part 2 - Tax Computation

1a	Decedent's first name and middle initial (and maiden name, if any)	1b	Decedent's last name	
	<b>Michael P.</b>		<b>Connelly</b>	
3a	City, town, or post office; county; state or province; country; and ZIP or foreign postal code.	3b	Year domicile established	
	<b>St. Louis County, MO</b>		<b>1954</b>	
4	Date of birth	5	Date of death	
	<b>02/06/1954</b>		<b>10/01/2013</b>	
6a	Name of executor (see instructions)	6b	Executor's address (number and street including apartment or suite no.; city, town, or post office; state or province; country; and ZIP or foreign postal code) and phone no.	
	<b>Thomas A. Connelly</b>		<b>10223 Greenwich Place</b>	
6c	Executor's social security number (see instructions)	St. Louis, MO 63123		
	<b>492-44-2437</b>	Phone no.		
6d	If there are multiple executors, check here <input type="checkbox"/> and attach a list showing the names, addresses, telephone numbers, and SSNs of the additional executors.			
7a	Name and location of court where will was probated or estate administered	7b	Case number	
	<b>St. Louis County Probate, St. Louis, MO</b>		<b>13SL-PRO2939</b>	
8	If decedent died testate, check here <input checked="" type="checkbox"/> and attach a certified copy of the will.	9	If you extended the time to file this Form 706, check here <input checked="" type="checkbox"/>	
10	If Schedule R-1 is attached, check here <input type="checkbox"/> 11 If you are estimating the value of assets included in the gross estate on line 1 pursuant to the special rule of Reg. 20.2010-2T(a)(7)(ii), check here <input type="checkbox"/>			
1	Total gross estate less exclusion (from Part 5-Recapitulation, item 13)	1	6721596.	
2	Tentative total allowable deductions (from Part 5-Recapitulation, item 24)	2	708032.	
3a	Tentative taxable estate (subtract line 2 from line 1)	3a	6013564.	
b	State death tax deduction	3b		
c	Taxable estate (subtract line 3b from line 3a)	3c	6013564.	
4	Adjusted taxable gifts (see Instructions)	4		
5	Add lines 3c and 4	5	6013564.	
6	Tentative tax on the amount on line 5 from Table A in the instructions	6	2351226.	
7	Total gift tax paid or payable (see Instructions)	7		
8	Gross estate tax (subtract line 7 from line 6)	8	2351226.	
9a	Basic exclusion amount	9a	5250000.	
9b	Deceased spousal unused exclusion (DSUE) amount from predeceased spouse(s), if any (from Section D, Part 6-Portability of Deceased Spousal Unused Exclusion)	9b		
9c	Applicable exclusion amount (add lines 9a and 9b)	9c	5250000.	
9d	Applicable credit amount (tentative tax on the amount in 9c from Table A in the instructions)	9d	2045800.	
10	Adjustment to applicable credit amount (May not exceed \$6,000. See Instructions.)	10		
11	Allowable applicable credit amount (subtract line 10 from line 9d)	11	2045800.	
12	Subtract line 11 from line 8 (but do not enter less than zero)	12	305426.	
13	Credit for foreign death taxes (from Schedule P). (Attach Form(s) 706-CE.)	13		
14	Credit for tax on prior transfers (from Schedule Q)	14		
15	Total credits (add lines 13 and 14)	15		
16	Net estate tax (subtract line 15 from line 12)	16	305426.	
17	Generation-skipping transfer (GST) taxes payable (from Schedule R, Part 2, line 10)	17		
18	Total transfer taxes (add lines 16 and 17)	18	305426.	
19	Prior payments (explain in an attached statement)	19	550229.	
20	Balance due (or overpayment) (subtract line 19 from line 18)	20	-244803.	

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer other than the executor is based on all information of which preparer has any knowledge.

Sign Here	Signature of executor	Date
	Signature of executor	Date
Paid Preparer Use Only	Print/Type preparer's name <b>Bennett S. Keller</b> Firm's name ► <b>Lathrop &amp; Gage, LLP</b> Firm's address ► <b>7701 Forsyth, Suite 400 Clayton, MO 63105</b>	Preparer's signature  Date <b>1-13-15</b> Check <input type="checkbox"/> If self-employed PTIN Firm's EIN ► <b>13-161100</b> Phone no. <b>(314) 613-2800</b>

LIA For Privacy Act and Paperwork Reduction Act Notice, see instructions.  
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1D-31-13

Form 706 (Rev. 8-2013)

09270105 137904 connelly

2013.05020 Connally, Michael

CONNELL1

**Estate of: Michael P. Connally**

**Part 3 - Elections by the Executor**

Note. For information on electing portability of the decedent's DSUE amount, including how to opt out of the election, see Part 6-Portability of Deceased Spousal Unused Exclusion.

Note. Some of the following elections may require the posting of bonds or liens.

Please check "Yes" or "No" box for each question (see instructions).

	Yes	No
1. Do you elect alternate valuation?	1	X
2. Do you elect special-use valuation? If "Yes," you must complete and attach Schedule A-1	2	X
3. Do you elect to pay the taxes in installments as described in section 6166? If "Yes," you must attach the additional information described in the instructions. Note. By electing section 6166 installment payments, you may be required to provide security for estate tax deferred under section 6166 and interest in the form of a surety bond or a section 6324A lien.	3	X
4. Do you elect to postpone the part of the taxes due to a reversionary or remainder interest as described in section 6163?	4	X

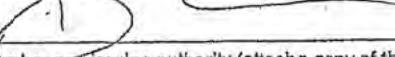
**Part 4 - General Information**

Note. Please attach the necessary supplemental documents. You must attach the death certificate. (See instructions)

Authorization to receive confidential tax information under Reg. section 601.504(b)(2)(i); to act as the estate's representative before the IRS; and to make written or oral presentations on behalf of the estate:

Name of representative (print or type)	State	Address (number, street, and room or suite no., city, state, and ZIP code)	
Bennett S. Keller	MO	7701 Forsyth, Suite 500 Clayton, MO 63105	

I declare that I am the  attorney/  certified public accountant/  enrolled agent (check the applicable box) for the executor. I am not under suspension or disbarment from practice before the Internal Revenue Service and am qualified to practice in the state shown above.

Signature	CAF number	Date	Telephone number
	4005-19314R	1-13-15	314-613-2800

1 Death certificate number and issuing authority (attach a copy of the death certificate to this return).

#124-13-308585, St Louis Cnty Hlt Dept (Ex C)

2 Decedent's business or occupation. If retired, check here ►  and state decedent's former business or occupation.

**Self-Employed**

3a Marital status of the decedent at time of death:

Married  Widow/Widower  Single  Legally separated  Divorced

3b For all prior marriages, list the name and SSN of the former spouse, the date the marriage ended, and whether the marriage ended by annulment, divorce, or death.

Attach additional statements of the same size if necessary.

Patricia Connally, date of marriage 11/09/1979

4a Surviving spouse's name	4b Social security number	4c Amount received (see instructions)
None		

5 Individuals (other than the surviving spouse), trusts, or other estates who receive benefits from the estate (do not include charitable beneficiaries shown in Schedule O) (see instructions).

Name of individual, trust, or estate receiving \$5,000 or more	Identifying number	Relationship to decedent	Amount (see instructions)
See Statement 1			

All unascertainable beneficiaries and those who receive less than \$5,000	►	4920.
Total		3713564.

If you answer "Yes" to any of the following questions, you must attach additional information as described.

	Yes	No
6 Is the estate filing a protective claim for refund?	X	
If "Yes," complete and attach two copies of Schedule PC for each claim.		
7 Does the gross estate contain any section 2044 property (qualified terminable interest property (QTIP) from a prior gift or estate)? (see instructions)	X	
8a Have federal gift tax returns ever been filed?	X	
If "Yes," attach copies of the returns, if available, and furnish the following information:		
b Period(s) covered	c Internal Revenue office(s) where filed	

9a Was there any insurance on the decedent's life that is not included on the return as part of the gross estate?	X
b Did the decedent own any insurance on the life of another that is not included in the gross estate?	X

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**Estate of: Michael P. Connally****Part 4 - General Information (continued)**

If you answer "Yes" to any of the following questions, you must attach additional information as described.

	Yes	No
10 Did the decedent at the time of death own any property as a joint tenant with right of survivorship in which (a) one or more of the other joint tenants was someone other than the decedent's spouse, and (b) less than the full value of the property is included on the return as part of the gross estate? If "Yes," you must complete and attach Schedule E .....	X	
11 a Did the decedent, at the time of death, own any interest in a partnership (for example, a family limited partnership), an unincorporated business, or a limited liability company; or own any stock in an inactive or closely held corporation? .....	X	
b If "Yes," was the value of any interest owned (from above) discounted on this estate tax return? If "Yes," see the instructions on reporting the total accumulated or effective discounts taken on Schedule F or G .....	X	
12 Did the decedent make any transfer described in sections 2035, 2036, 2037, or 2038? (see instructions) If "Yes," you must complete and attach Schedule G .....	X	
13 a Were there in existence at the time of the decedent's death any trusts created by the decedent during his or her lifetime? .....	X	
b Were there in existence at the time of the decedent's death any trusts not created by the decedent under which the decedent possessed any power, beneficial interest, or trusteeship? .....	X	
c Was the decedent receiving income from a trust created after October 22, 1986, by a parent or grandparent? .....	X	
If "Yes," was there a GST taxable termination (under section 2612) on the death of the decedent? .....	X	
d If there was a GST taxable termination (under section 2612), attach a statement to explain. Provide a copy of the trust or will creating the trust, and give the name, address, and phone number of the current trustee(s). .....	X	
e Did the decedent at any time during his or her lifetime transfer or sell an interest in a partnership, limited liability company, or closely held corporation to a trust described in lines 13a or 13b? .....	X	
If "Yes," provide the EIN for this transferred/sold item. ►	X	
14 Did the decedent ever possess, exercise, or release any general power of appointment? If "Yes," you must complete and attach Schedule H .....	X	
15 Did the decedent have an interest in or a signature or other authority over a financial account in a foreign country, such as a bank account, securities account, or other financial account? .....	X	
16 Was the decedent, immediately before death, receiving an annuity described in the "General" paragraph of the instructions for Schedule I or a private annuity? If "Yes," you must complete and attach Schedule I .....	X	
17 Was the decedent ever the beneficiary of a trust for which a deduction was claimed by the estate of a predeceased spouse under section 2056(b)(7) and which is not reported on this return? If "Yes," attach an explanation .....	X	

**Part 5 - Recapitulation.** Note. If estimating the value of one or more assets pursuant to the special rule of Reg. section 20.2010-2T(a)(7)(ii), enter on both lines 10 and 23 the amount noted in the instructions for the corresponding range of values. (See Instructions for details.)

Item no.	Gross estate	Alternate value	Value at date of death
1	Schedule A - Real Estate .....	1	152355.
2	Schedule B - Stocks and Bonds .....	2	0.
3	Schedule C - Mortgages, Notes, and Cash .....	3	10503.
4	Schedule D - Insurance on the Decedent's Life (attach Form(s) 712) .....	4	1058010.
5	Schedule E - Jointly Owned Property (attach Form(s) 712 for life insurance) .....	5	21553.
6	Schedule F - Other Miscellaneous Property (attach Form(s) 712 for life insurance) .....	6	138628.
7	Schedule G - Transfers During Decedent's Life (attach Form(s) 712 for life insurance) .....	7	4080325.
8	Schedule H - Powers of Appointment .....	8	0.
9	Schedule I - Annuities .....	9	1260222.
10	Estimated value of assets subject to the special rule of Reg. section 20.2010-2T(a)(7)(ii) .....	10	
11	Total gross estate (add items 1 through 10) .....	11	6721596.
12	Schedule U - Qualified Conservation Easement Exclusion .....	12	
13	Total gross estate less exclusion (subtract item 12 from item 11). Enter here and on line 1 of Part 2 - Tax Computation .....	13	6721596.

Item no.	Deductions	Amount
14	Schedule J - Funeral Expenses and Expenses Incurred in Administering Property Subject to Claims .....	14 207738.
15	Schedule K - Debts of the Decedent .....	15 500294.
16	Schedule K - Mortgages and Liens .....	16
17	Total of items 14 through 16 .....	17 708032.
18	Allowable amount of deductions from item 17 (see the instructions for item 18 of the Recapitulation) .....	18 708032.
19	Schedule L - Net Losses During Administration .....	19
20	Schedule L - Expenses Incurred in Administering Property Not Subject to Claims .....	20
21	Schedule M - Bequests, etc., to Surviving Spouse .....	21
22	Schedule O - Charitable, Public, and Similar Gifts and Bequests .....	22
23	Estimated value of deductible assets subject to the special rule of Reg. section 20.2010-2T(a)(7)(ii) .....	23
24	Tentative total allowable deductions (add items 13 through 23). Enter here and on line 2 of the Tax Computation .....	24 708032.

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Estate of: Michael P. Connelly

**SCHEDULE G - Transfers During Decedent's Life**

(If you elect section 2032A valuation, you must complete Schedule G and Schedule A-1.)

Note. If the value of the gross estate, together with the amount of adjusted taxable gifts, is less than the basic exclusion amount and the Form 706 is being filed solely to elect portability of the DSUE amount, consideration should be given as to whether you are required to report the value of assets eligible for the marital or charitable deduction on this schedule. See the instructions and Reg. section 20.2010-2T(a)(7)(ii) for more information. If you are not required to report the value of an asset, identify the property but make no entries in the last three columns.

Item number	Description. For securities, give CUSIP number. If trust, partnership, or closely held entity, give EIN	Alternate valuation date	Alternate value	Value at date of death
A.	Gift tax paid or payable by the decedent or the estate for all gifts made by the decedent or his or her spouse within 3 years before the decedent's death (section 2035(b)) .....	X X X X		
B.	Transfers includable under sections 2035(a), 2036, 2037, or 2038:			
	Michael Patrick Connelly Indenture of Trust dated 08/15/1990, as amended and restated October 22, 2008, as amended November 29, 2011 and January 27, 2012 (Copies attached hereto as Exhibit R), held the following assets:			
1	US Bank premium checking account #152302116586			414519.
	Accrued income on item 1			6.
2	50% interest in Connelly, LLC			
Total from continuation schedules (or additional statements) attached to this schedule .....				3665800.
TOTAL. (Also enter on Part 5 - Recapitulation, page 3, at Item 7.) .....				4080325.

**SCHEDULE H - Powers of Appointment**

(Include "5 and 5 lapsing" powers (section 2041(b)(2)) held by the decedent.)

(If you elect section 2032A valuation, you must complete Schedule H and Schedule A-1.)

Note. If the value of the gross estate, together with the amount of adjusted taxable gifts, is less than the basic exclusion amount and the Form 706 is being filed solely to elect portability of the DSUE amount, consideration should be given as to whether you are required to report the value of assets eligible for the marital or charitable deduction on this schedule. See the instructions and Reg. section 20.2010-2T(a)(7)(ii) for more information. If you are not required to report the value of an asset, identify the property but make no entries in the last three columns.

Item number	Description	Alternate valuation date	Alternate value	Value at date of death

Total from continuation schedules (or additional statements) attached to this schedule .....	
TOTAL. (Also enter on Part 5 - Recapitulation, page 3, at Item 8.) .....	

(If more space is needed, attach the continuation schedule from the end of this package or additional statements of the same size.)

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Schedules G and H - Page 15

Estate of: Michael P. Connelly

## **CONTINUATION SCHEDULE**

### **Continuation of Schedule**

G

(Enter letter of schedule you are continuing.)

Item number	Description	Alternate valuation date	Alternate value	Value at date of death
	(Copy of appraisal attached hereto as Exhibit S)			600000.
3	50% Interest in 5200 Manchester, LLC (loan for \$432,000)(Appraisal attached hereto as Exhibit T)			65800.
4	385.90 shares of stock in Crown C Supply Company, Inc. (Copy of Stock Purchase Agreement attached hereto as Exhibit U)			3000000.

TOTAL. (Carry forward to main schedule.)

3665800.

305031 05-01-13